



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

March 16, 2011

Dr. Ronald L. Shape, Ed. D.  
Chief Executive Officer  
National American Holdings, Inc.  
5301 South Highway 16, Suite 200  
Rapid City, SD 57701

**Re: National American University Holdings, Inc.**  
**Form 10-K**  
**Filed August 18, 2010**  
**Definitive Proxy Statement**  
**Filed September 27, 2010**  
**File No. 001-34751**

Dear Dr. Shape:

We have completed our review of your filings and do not have any further comments at this time.

Sincerely,

s/ Larry Spigel

Larry Spigel  
Assistant Director

cc: Sent via facsimile to (605) 721-5241  
Samuel Kerr  
General Counsel